

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF PENNSYLVANIA**

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EDDYSTONE RAIL COMPANY, LLC,  
Plaintiff,

v.

BRIDGER LOGISTICS, LLC, *et al.*,  
Defendants.

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No. 2:17-cv-00495-JDW

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**STIPULATED FACTS**

In accordance with paragraph five of the Court’s May 10, 2022 Order (Dkt. 577), Plaintiff Eddystone Rail Company, LLC (“Plaintiff” or “Eddystone”), and Defendants Ferrellgas Partners, L.P.; Ferrellgas, L.P.; Bridger Logistics, LLC; Bridger Administrative Services II, LLC; Bridger Marine, LLC; Bridger Rail Shipping, LLC; Bridger Real Property, LLC; Bridger Storage, LLC; Bridger Swan Ranch, LLC; Bridger Terminals, LLC; Bridger Transportation, LLC; Bridger Energy, LLC; Bridger Leasing, LLC; Bridger Lake, LLC; J.J. Liberty, LLC; and J.J. Addison Partners, LLC (“Defendants”), respectfully submit this list of Stipulated Facts.

1. At the time it brought this action, Eddystone Rail Company, LLC (“Eddystone”) was a Delaware limited liability company with its principal place of business in Pennsylvania.

2. Non-party Enbridge Rail (Philadelphia), LLC, a Delaware limited liability company, is a subsidiary of Enbridge, Inc.

3. Non-party Canopy Prospecting, Inc. (“Canopy”), is a Pennsylvania corporation.

4. For the time period of January 1, 2015 through December 31, 2018, Defendants and Counterclaimants Ferrellgas Partners, L.P. (“Ferrellgas Partners”) and Ferrellgas L.P. (“Ferrellgas LP”) were Delaware limited partnerships with their headquarters in Kansas.

5. During the period from 2014 through 2016, Ferrellgas Partners was a publicly traded limited partnership that owned an approximate 99% limited partnership interest in Ferrellgas LP. During that period, Ferrellgas Partners was the holding company and Ferrellgas LP was the operating company.

6. During that same 2014 to 2016 period, non-party Ferrellgas, Inc., had a 1% general partner interest in Ferrellgas Partners and an approximate 1% general partner interest in Ferrellgas LP. As general partner, Ferrellgas, Inc., performed all management functions required by Ferrellgas Partners and Ferrellgas LP.

7. During the period June 24, 2015, through December 31, 2016, Defendant and Counterclaimant Bridger Logistics, LLC (“Bridger Logistics”), was a Louisiana limited liability company with its principal place of business in Texas. *See Trial Ex. 105.*

8. Non-party Bridger Transfer Services, LLC (“BTS”), was a Louisiana limited liability company, organized on June 1, 2011. As of July 1, 2013, and through February 1, 2016, the sole member of BTS was Bridger Logistics. *See Trial Ex. 1538-A.*

9. On or about February 13, 2013, BTS and Eddystone entered into the Rail Facilities Services Agreement (“RSA”), relating to a rail-to-barge facility in Eddystone, Pennsylvania (the “Eddystone Facility”). *See Trial Ex. 90-A.*

10. For the period June 24, 2015, through February 1, 2016, the other Defendants in this action had the following organizations:

- a. Defendant Bridger Administrative Services II, LLC, a Delaware limited liability company;
- b. Defendant Bridger Marine, LLC, a Delaware limited liability company;

- c. Defendant Bridger Rail Shipping, LLC, a Louisiana limited liability company;
- d. Defendant Bridger Real Property, LLC, a Delaware limited liability company;
- e. Defendant Bridger Storage, LLC, a Louisiana limited liability company;
- f. Defendant Bridger Swan Ranch, LLC, a Delaware limited liability company;
- g. Defendant Bridger Terminals, LLC, a Delaware limited liability company;
- h. Defendant Bridger Transportation, LLC, a Louisiana limited liability company;
- i. Defendant Bridger Leasing, LLC, a Louisiana limited liability company;
- j. Defendant Bridger Energy, LLC, a Delaware limited liability company;
- k. Defendant Bridger Lake, LLC, a Delaware limited liability company;
- l. Defendant J.J. Liberty, LLC, a Texas limited liability company; and
- m. Defendant J.J. Addison Partners, LLC, a Texas limited liability company.

11. On June 24, 2015, Ferrellgas Partners acquired Bridger Logistics and certain of its subsidiaries from Bridger, LLC pursuant to a May 29, 2015 Purchase and Sale Agreement By and Between Bridger, LLC, as Seller, and Ferrellgas Partners, L.P., as Purchaser (the “Acquisition”). The “Acquired Subsidiaries” is a defined term in the Purchase and Sale Agreement, and includes Bridger Transportation, LLC; Bridger Leasing, LLC; Bridger Transfer Services, LLC; Bridger Storage, LLC; Bridger Rail Shipping, LLC; Bridger Marine, LLC; Bridger Shipper, LLC; Bridger Lake, LLC; Bridger Administrative Services II, LLC; Bridger Real Property, LLC; J.J. Addison Partners, LLC; J.J. Karnack Partners, LLC; and J.J. Liberty, LLC.

12. Ferrellgas Partners did not acquire Bridger Marketing, LLC (“Bridger Marketing”).

13. The Eddystone Facility received its first train in May 2014.

14. In July 2014, Bridger Marketing entered into a Crude Oil Supply Agreement (“COSA”) with Monroe Energy, LLC (“Monroe”). *See Trial Ex. 1733.*

15. Monroe is the operator of a refinery on the Delaware River in Trainer, PA, which refines crude oil into refined products, including jet fuel for Monroe’s parent company, Delta Airlines.

16. On May 26, 2015, Bridger Logistics and Monroe entered into a Transportation and Logistics Services Agreement (“Monroe TLA”). *See Trial Ex. 1736.*

17. Also on May 26, 2015, Bridger Marketing and Monroe entered into the Amended and Restated Crude Oil Supply Agreement (“Amended COSA”). *See Trial Ex. 1736.*

18. On June 24, 2015 Bridger Logistics and Bridger Marketing signed the Transportation and Logistics Agreement (“Marketing TLA”). *See Trial Ex. 1040-C.*

19. On or about January 13, 2016, Jamex Marketing, LLC and Bridger Logistics executed a letter dated January 13, 2016 with the subject line “Certain Arrangements between Jamex Marketing, LLC (*Jamex*) and Bridger Logistics, LLC (*Bridger*).” *See Trial Ex. 1276-A.*

20. On or about January 13, 2016, Jamex Marketing and Monroe executed a letter dated January 13, 2016 with the subject line “Amendment to the Crude Oil Supply Agreement.” *See Trial Ex. 1276-B.* Bridger Logistics also “accepted and consented” to the letter. *See id.*

21. On or about January 13, 2016, Monroe and Bridger Logistics executed a letter dated January 13, 2016 with the subject line “Amendment to Transportation and Logistics Services Agreement.” *See Trial Ex. 1276-C.*

22. Effective February 1, 2016, Jamex Transfer Holdings, LLC acquired BTS pursuant to a February 22, 2016 Purchase and Sale Agreement By and Between Bridger Logistics, LLC, as Seller, and Jamex Transfer Holdings, as Buyer. *See Trial Ex. 1439-H.*

23. The last train left the Eddystone Facility before February 1, 2016.

24. In April 2016, Eddystone initiated arbitration against Jamex Transfer Services, LLC (f/k/a Bridger Transfer Services, LLC) for a breach of the RSA.

Dated: September 18, 2022

Respectfully submitted,

/s/ Filiberto Agusti

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**CERTIFICATE OF SERVICE**

I, Lawrence G. Scarborough, hereby certify that, on September 18, 2022, a true and correct copy of the foregoing Stipulated Facts was filed electronically via the Court's ECF filing system. This document is available for viewing and downloading from the ECF system and electronic notification has been sent to all counsel of record.

/s/ Lawrence G. Scarborough